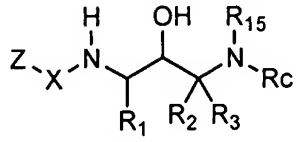
Claim 1. (previously presented) A compound of the formula:



or a pharmaceutically acceptable salt or ester thereof,

wherein Z is aryl, heteroaryl or heterocyclyl, wherein said groups are optionally substituted with 1 or 2 R_B groups, wherein,

where R_B at each occurrence is independently selected from halogen, -OH, $-OCF_3$, -O-phenyl, -CN, $-NR_{100}R_{101}$, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_1-C_6 alkoxy, $(CH_2)_{0-3}$(C_3-C_7 cycloalkyl), aryl, heteroaryl, or heterocyclyl wherein, the alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, aryl, heteroaryl, orheterocyclyl groups are optionally substituted with 1 or 2 substitutents independently selected from the groupconsisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkyl, C_1-C_4 haloalkoxy, halogen, -OH, -CN, or - $NR_{100}R_{101}$;

where R_{100} and R_{101} are at each occurrence are independently H, C_1-C_6 alkyl, or phenyl;

X is $-(C=O)-$ or $-(SO_2)-$;

wherein R_1 is C_1-C_{10} alkyl optionally substituted with 1, 2, or 3 groups independently selected from halogen, -OH, =O, -SH, -CN, $-CF_3$, $-OCF_3$, $-C_{3-7}$ cycloalkyl, $-C_1$-C_4 alkoxy, amino, mono-dialkylamino, aryl, heteroaryl, heterocycloalkyl, wherein each aryl group is optionally substituted with 1, 2 or 3 R_{50} groups;

wherein R_{50} is selected from halogen, OH, SH, CN, -CO-(C_1-C_4 alkyl), $-NR_7R_8$, $-S(O)_{0-2}$-(C_1-C_4 alkyl), C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_1-C_6 alkoxy and C_3-C_8 cycloalkyl;

wherein the alkyl, alkenyl, alkynyl, alkoxy and cycloalkyl groups are optionally substituted with 1 or 2 substituents independently selected from the group consisting of C_1-C_4 alkyl, halogen, OH, $-NR_5R_6$, CN, C_1-C_4 haloalkoxy, NR_7R_8, and C_1-C_4 alkoxy;

wherein R_5 and R_6 are independently H or C_1-C_6 alkyl; or

wherein R_5 and R_6 and the nitrogen to which they are attached form a 5 or 6 membered heterocycloalkyl ring; and

wherein R_7 and R_8 are independently selected from the group consisting of H; -C_1-C_4 alkyl optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -OH, $-NH_2$, and halogen; -C_3-C_6 cycloalkyl; -(C_1-C_4 alkyl)-O-(C_1-C_4 alkyl); -C_2-C_4 alkenyl; and -C_2-C_4 alkynyl;

wherein each heteroaryl is optionally substituted with 1 or 2 R_{50} groups;

wherein each heterocycloalkyl group is optionally substituted with 1 or 2 groups that are independently R_{50} or =O;

R_2 and R_3 are independently selected from

-H;

-F;

-C_1-C_6 alkyl optionally substituted with a substituent selected from the group consisting of -F, -OH, -C≡N, -CF_3, C_1-C_3 alkoxy, and -NR_5R_6;

-$(CH_2)_{0-2}$-R_{17};

-$(CH_2)_{0-2}$-R_{18};

-C_2-C_6 alkenyl or C_2-C_6 alkynyl, wherein each is optionally substituted with an indepdent substituent selected from the group consisting of -F, -OH, -C≡N, -CF_3 and C_1-C_3 alkoxy;

-$(CH_2)_{0-2}$-C_3-C_7 cycloalkyl, optionally substituted an independent substituent selected from the group consisting of -F, -OH, -C≡N, -CF_3, C_1-C_3 alkoxy and -NR_5R_6; or

R_2, R_3 and the carbon to which they are attached form a carbocycle of three thru seven carbon atoms, wherein one carbon atom is optionally replaced by a group selected from -O-, -S-, -SO_2-, or -NR_7-;

where R_{17} at each occurrence is an aryl group selected from phenyl, 1-naphthyl, 2-naphthyl , indanyl, indenyl, dihydronaphthyl and tetralinyl, wherein said aryl groups are optionally substituted with one or two groups that are independently

-C_1-C_3 alkyl; -C_1-C_4 alkoxy; CF_3; or

-C_2-C_6 alkenyl or -C_2-C_6 alkynyl each of which is optionally substituted with one substituent selected from the group consisting of F, OH, C_1-C_3 alkoxy; or

-halogen;

-OH;

-C≡N;

-C_3-C_7 cycloalkyl;

-CO-(C_1-C_4 alkyl);

-SO_2-(C_1-C_4 alkyl);

where R_{18} is a heteroaryl group selected from pyridinyl, pyrimidinyl, quinolinyl, indolyl, pryidazinyl, pyrazinyl, isoquinolyl, quinazolinyl, quinoxalinyl, phthalazinyl, imidazolyl, isoxazolyl, oxazolyl, thiazolyl, furanyl, thienyl, pyrrolyl, oxadiazolyl or thiadiazolyl, wherein each of said heteroaryl groups is optionally substituted with one or two groups that are independently

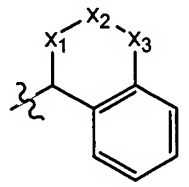
-C_1-C_6 alkyl optionally substituted with one substituent selected from the group consisting of OH, C≡N, CF_3, C_1-C_3 alkoxy, and -NR_5R_6;

R_{15} is selected from the group consisting of hydrogen, C_1-C_6 alkyl, C_1-C_6 alkoxy, C_1-C_6 alkoxy C_1-C_6 alkyl, hydroxy C_1-C_6 alkyl, halo C_1-C_6 alkyl, each of which is unsubstituted or substituted with 1, 2, 3, or 4 groups independently selected from halogen, C_1-C_6 alkyl, hydroxy, C_1-C_6 alkoxy, NH_2, and -R_{26}-R_{27};

wherein R_{26} is selected from the group consisting of a bond, $-C(O)-$, $-SO_2-$, $-CO_2-$, $-C(O)NR_5-$, and $-NR_5C(O)-$,

wherein R_{27} is selected from the group consisting of C_1-C_6 alkyl, C_1-C_6 alkoxy, aryl C_1-C_6 alkyl, heterocycloalkyl, and heteroaryl, wherein each of the above is unsubstituted or substituted with 1, 2, 3, 4, or 5 groups that are independently C_1-C_4 alkyl, C_1-C_4 alkoxy, halogen, haloalkyl, hydroxyalkyl, $-NR_5R_6$, $-C(O)NR_5R_6$;

R_C is a group of the formula



wherein x_1, x_2, and x_3 are independently $-CHR_{245}$, SO_2, or NH, and wherein the phenyl ring is optionally substituted with 1 or 2 -R_{245} groups,

wherein each R_{245} group is independently selected from the group consisting of

-H,

$-(CH_2)_{0-4}CO_2C_1$-C_4 alkyl

$-(CH_2)_{0-4}C(=O)C_1$-C_4 alkyl

$-C_1$-C_4 alkyl,

$-C_1$-C_4 hydroxyalkyl,

$-C_1$-C_4 alkoxy,

$-C_1$-C_4 haloalkoxy,

$-(CH_2)_{0-4}$-C_3-C_7 cycloalkyl,

-C_2-C_6 alkenyl,

-C_2-C_6 alkynyl,

-$(CH_2)_{0-4}$ aryl,

-$(CH_2)_{0-4}$ heteroaryl, and

-$(CH_2)_{0-4}$ heterocycloalkyl

wherein the aryl, heteroaryl or heterocycloalkyl group included within R_{245} is optionally substituted with 1, 2, or 3 groups that are independenly halogen, C_{1-6} alkyl, CN or OH.

Claim 2. (Currently amended) A compound according to claim 1, wherein:

Z is aryl or heteroaryl, wherein each ring is independently optionally substituted with 1 or 2 groups independendently selected from halogen, -OH, $-OCF_3$, -O-phenyl, -CN, $-NR_{100}R_{101}$, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_1-C_6 alkoxy, $(CH_2)_{0-3}$(C_3-C_7 cycloalkyl), aryl, heteroaryl, or heterocyclyl wherein, the alkyl, alkenyl, alkynyl, alkoxy, cycloalkyl, aryl, heteroaryl, or heterocyclyl groups are optionally substituted with 1 or 2 substitutents independently selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, C_1-C_4 haloalkyl, C_1-C_4 haloalkoxy, halogen, -OH, -CN, or $-NR_{100}R_{101}$.

Claim 3. (original) A compound according to claim 1, wherein X is -(C=O)-.

Claim 4. (original) A compound according to claim 1, wherein:

R_1 is $-C_1-C_6$ alkyl-aryl, $-C_1-C_6$ alkyl-heteroaryl, or $-C_1-C_6$ alkyl-heterocyclyl, wherein each aryl group at each occurrence is optionally substituted with 1, 2 or 3 R_{50} groups;

wherein R_{50} is independently selected from halogen, OH, SH, CN, $-CO-(C_1-C_4$ alkyl), $-NR_7R_8$, $-S(O)_{0-2}-(C_1-C_4$ alkyl), C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_1-C_6 alkoxy, or C_3-C_8 cycloalkyl;

wherein the alkyl, alkenyl, alkynyl, alkoxy, or cycloalkyl groups are optionally substituted with 1 or 2 substituents independently selected from the group consisting of C_1-C_4 alkyl, halogen, OH, $-NR_5R_6$, CN, C_1-C_4 haloalkoxy, NR_7R_8, and C_1-C_4 alkoxy;

wherein R_5 and R_6 at each occurrence are independently H or C_1-C_6 alkyl; or

wherein R_5 and R_6 and the nitrogen to which they are attached, at each occurrence form a 5 or 6 membered heterocycloalkyl ring; and

wherein R_7 and R_8 are independently selected from the group consisting of H; $-C_1-C_4$ alkyl optionally substituted with 1, 2, or 3 groups independently selected from the group consisting of -OH, $-NH_2$, and halogen; $-C_3-C_6$

cycloalkyl; -(C_1-C_4 alkyl)-O-(C_1-C_4 alkyl); -C_2-C_4 alkenyl; and -C_2-C_4 alkynyl;

wherein each heteroaryl at each occurrence is optionally substituted with 1 or 2 R_{50} groups;

wherein each heterocycloalkyl group at each occurrence is optionally substituted with 1 or 2 groups that are independently R_{50} or =O..

Claim 5. (original) A compound according to claim 1, wherein R_2 and R_3 are hydrogen.

Claim 6. (original) A compound according to claim 1, wherein R_{15} is hydrogen.

Claim 7. (cancelled)

Claim 8. (Cancelled)

Claim 9. (original) A compound according to claim 8 wherein one of x_1, x_2, or x_3 is SO_2.

Claim 10. (original) A compound according to claim 8 wherein one of x_1, x_2, or x_3 is NH.

Claim 11. (original) A compound according to claim 8 wherein x_1, x_2, and x_3 are each CH_2.

Claim 12. (currently amended) A compound according to claim 1 selected from the group consisting of:

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)pyridine-2-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)pyrazine-2-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-1-ethyl-3-methyl-1*H*-pyrazole-5-carboxamide;

3-amino-*N*-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-1*H*-1,2,4-triazole-5-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-5-methylisoxazole-3-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-6-hydroxypyridine-2-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-1*H*-imidazole-4-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)nicotinamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)-1*H*-pyrazole-4-carboxamide;

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)isonicotinamide;

5-chloro-*N*-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(1*S*)-7-ethyl-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-2-hydroxypropyl)thiophene-2-carboxamide;

N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[(4S)-6-neopentyl-3,4-dihydro-2H-chromen-4-yl]amino}propyl)benzamide;

N-[(1S,2R)-3-{[(4S)-6-tert-butoxy-3,4-dihydro-2H-chromen-4-yl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;

N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[(4S)-6-neopentyl-1,2,3,4-tetrahydroquinolin-4-yl]amino}propyl)benzamide;

N-[(1S,2R)-3-{[(4S)-6-tert-butoxy-1,2,3,4-tetrahydroquinolin-4-yl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;

N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[(1S)-7-neopentyl-1,2,3,4-tetrahydronaphthalen-1-

yl]amino}propyl)benzamide;

N-[(1S,2R)-3-{[(1S)-7-tert-butoxy-1,2,3,4-tetrahydronaphthalen-1-yl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;

~~N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[(4R)-6-neopentyl-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino}propyl)benzamide;~~

~~N-[(1S,2R)-3-{[(4R)-6-tert-butoxy-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;~~

~~N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[1-(3-neopentylphenyl)cyclohexyl]amino}propyl)benzamide;~~

~~N-[(1S,2R)-3-{[1-(3-tert-butoxyphenyl)cyclohexyl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;~~

~~N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[1-(3-neopentylphenyl)cyclopropyl]amino}propyl)benzamide;~~

~~N-[(1S,2R)-3-{[1-(3-tert-butoxyphenyl)cyclopropyl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;~~

~~N-((1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-{[(4-neopentyl-1,1'-biphenyl-2-yl)methyl]amino}propyl)benzamide;~~

~~N-[(1S,2R)-3-{[(4-tert-butoxy-1,1'-biphenyl-2-yl)methyl]amino}-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide~~;

~~N-{(1S,2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-[(2-neopentyl-9H-fluoren-9-yl)amino]propyl}benzamide;~~

~~N-[(1S,2R)-3-[(2-tert-butoxy-9H-fluoren-9-yl)amino]-1-(3,5-difluorobenzyl)-2-hydroxypropyl]benzamide;~~

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)-3,5-dimethylbenzamide; and

N-((1*S*,2*R*)-1-(3,5-difluorobenzyl)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)-4-(2-methoxyethyl)benzamide.

Claim 13. (canceled).

Claim 14. (previously presented) A method for the treatment or prevention of Alzheimer's disease comprising administration of a therapeutically effective amount of a compound or salt according to Claim 1, to a patient in need thereof.

Claim 15. (original) A method of treatment as in claim 14, wherein the patient is a human.

Claim 16. (cancelled)

Claim 17. (original) A pharmaceutical composition comprising a compound according to claim 1 in combination with a physiologically acceptable carrier or excipient.